Amendments to the Claims:

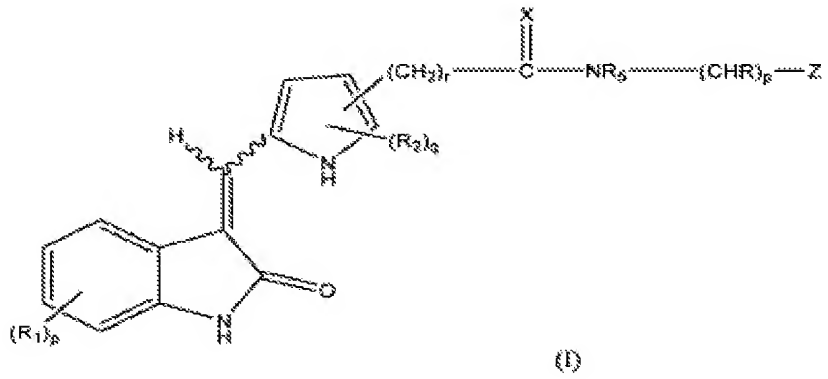
This listing of claims will replace all prior versions and listings of claims in the application:

Listing of Claims:

1-14 (Canceled)

15. (Currently amended) A method of inhibiting phosphorylation of CSF1R (colony stimulating factor 1 receptor) in a patient in need of such inhibition, comprising administering to said patient an inhibitory amount of a compound of

Formula I:



(I)

wherein

R is independently H, OH, alkyl, aryl, cycloalkyl, heteroaryl, alkoxy, heterocyclic and amino;

each R_1 is independently selected from the group consisting of alkyl, halo, aryl, alkoxy, haloalkyl, haloalkoxy, cycloalkyl, heteroaryl, heterocyclic, hydroxy, -C(O)-R_8, -NR_9R_{10}, -$NR_9C(O)$-R_{12} and –$C(O)NR_9R_{10}$;

each R_2 is independently selected from the group consisting of alkyl, aryl, heteroaryl, -C(O)-R_8 and SO_2R'', where R'' is alkyl, aryl, heteroaryl, NR_9N_{10} or alkoxy;

each R_5 is independently selected from the group consisting of hydrogen, alkyl, aryl, haloalkyl, cycloalkyl, heteroaryl, heterocyclic, hydroxy, -C(O)-R_8 and $(CHR)_rR_{11}$;

X is O or S;

p is 0-3;

q is 0-2;

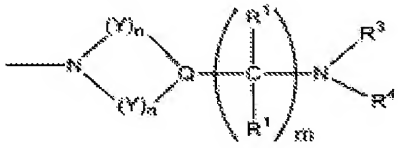
r is 0-3;

R_8 is selected from the group consisting of –OH, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_9 and R_{10} are independently selected from the group consisting of H, alkyl, aryl, aminoalkyl, heteroaryl, cycloalkyl and heterocyclic, or R_9 and R_{10} together with N may form a ring, where the ring atoms are selected from the group consisting of C, N, O and S;

R_{11} is selected from the group consisting of –OH, amino, monosubstituted amino, disubstituted amino, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

Z is OH, O-alkyl, or $–NR_3R_4$, where R_3 and R_4 are independently selected from the group consisting of hydrogen, alkyl, aryl, heteroaryl, cycloalkyl, and heterocyclic, or R_3 and R_4 may combine with N to form a ring where the ring atoms are selected from the group consisting of CH_2, N, O and S or



wherein Y is independently CH_2, O, N or S,

Q is C or N

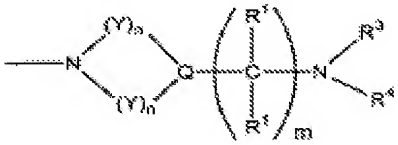
n is independently 0-4; and

m is 0-3.

16. (New) The method of claim 15, wherein R_1 is halo and p is 1.

17. (New) The method of claim 16, where Z is $–NR_3R_4$, wherein R_3 and R_4 form a morpholine ring.

18. (New) The method of claim 15, wherein Z is:



wherein each Y is CH_2, each n is 2, m is 0 and R_3 and R_4 form a morpholine ring.

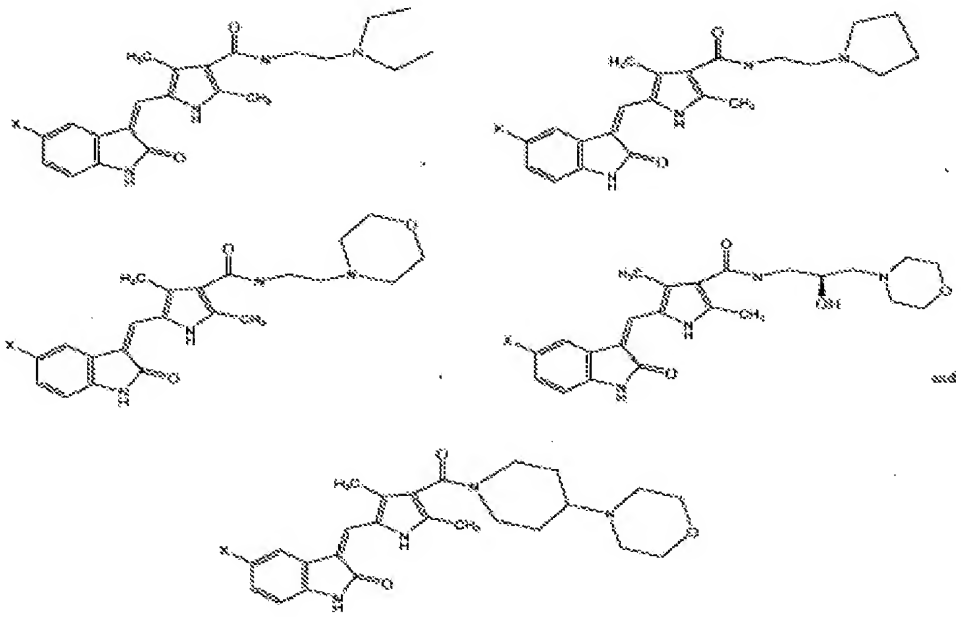
19. (New) The method of claim 15, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

20. (New) The method of claim 15, where in r is 0.

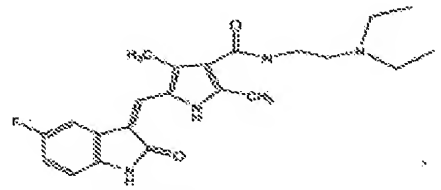
21. (New) The method of claim 20, wherein R_5 is H.

22. (New) The method of claim 20, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

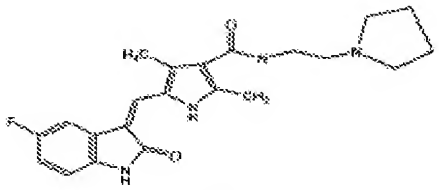
23. (New) The method of claim 15, wherein the compound administered is selected from the group consisting of:



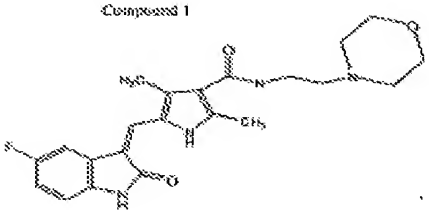
24. (New) The method of claim 15, wherein the compound of Formula I is selected from the group consisting of:



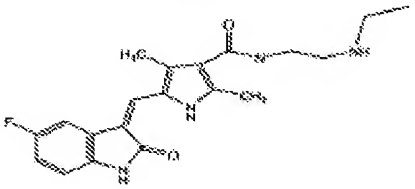
Compound 1



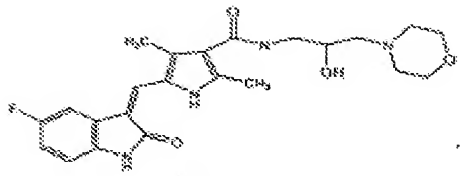
Compound 2



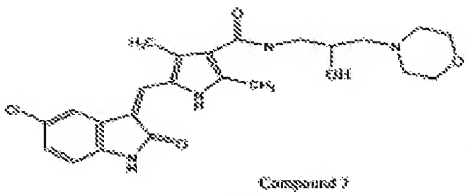
Compound 3



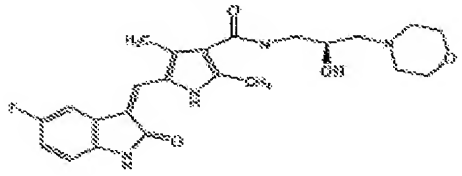
Compound 4



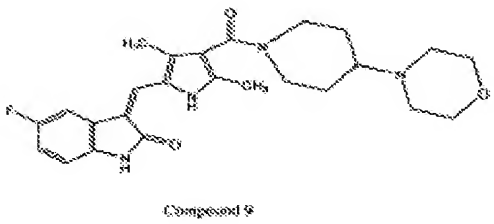
Compound 6



Compound 7

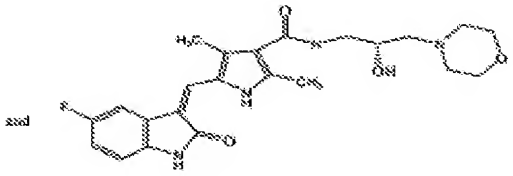


Compound 8



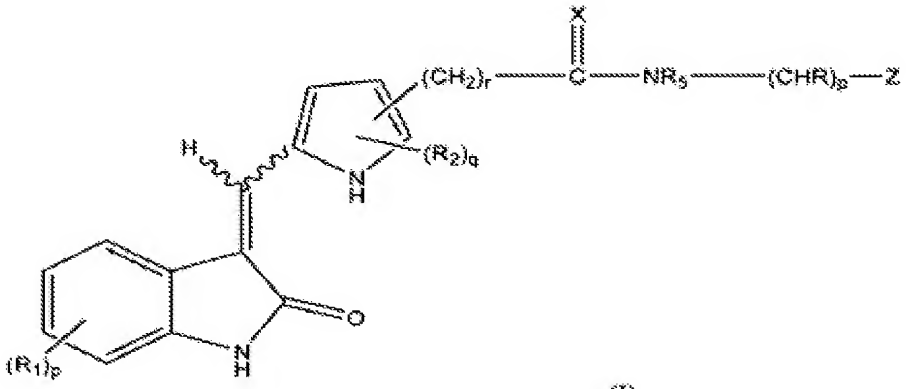
Compound 9

and



Compound 5

25. (New) A method for treating excessive osteolysis in a patient having cancer that has metastasized to bone, comprising administering to said patent an effective amount of a compound of Formula I:



(I)

wherein

R is independently H, OH, alkyl, aryl, cycloalkyl, heteroaryl, alkoxy, heterocyclic and amino;

each R_1 is independently selected from the group consisting of alkyl, halo, aryl, alkoxy, haloalkyl, haloalkoxy, cycloalkyl, heteroaryl, hetercyclic, hydroxy, -C(O)-R_8, -NR_9R_{10}, -$NR_9C(O)$-R_{12} and –$C(O)NR_9R_{10}$;

each R_2 is independently selected from the group consisting of alkyl, aryl, heteroaryl, -C(O)-R_8 and SO_2R'', where R'' is alkyl, aryl, heteroaryl, NR_9N_{10} or alkoxy;

each R_5 is independently selected from the group consisting of hydrogen, alkyl, aryl, haloalkyl, cycloalkyl, heteroaryl, heterocyclic, hydroxy, -C(O)-R_8 and $(CHR)_rR_{11}$;

X is O or S;

p is 0-3;

q is 0-2;

r is 0-3;

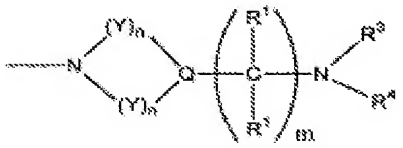
R_8 is selected from the group consisting of –OH, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_9 and R_{10} are independently selected from the group consisting of H, alkyl, aryl, aminoalkyl, heteroaryl, cycloalkyl and heterocyclic, or R_9 and R_{10} together with N may form a ring, where the ring atoms are selected from the group consisting of C, N, O and S;

R_{11} is selected from the group consisting of –OH, amino, monosubstituted amino, disubstituted amino, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic; R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

Z is OH, O-alkyl, or $-NR_3R_4$, where R_3 and R_4 are independently selected from the group consisting of hydrogen, alkyl, aryl, heteroaryl, cycloalkyl, and heterocyclic, or R_3 and R_4 may combine with N to form a ring where the ring atoms are selected from the group consisting of CH_2, N, O and S or



wherein Y is independently CH_2, O, N or S,

Q is C or N;

n is independently 0-4; and

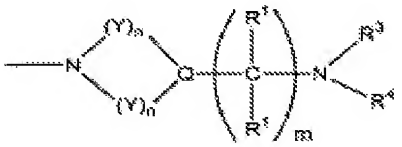
m is 0-3;

or a salt thereof.

26. (New) The method of claim 25, wherein R_1 is halo and p is 1.

27. (New) The method of claim 26, where Z is $-NR_3R_4$, wherein R_3 and R_4 form a morpholine ring.

28. (New) The method of claim 25, wherein Z is:



wherein each Y is CH_2, each n is 2, m is 0 and R_3 and R_4 form a morpholine ring.

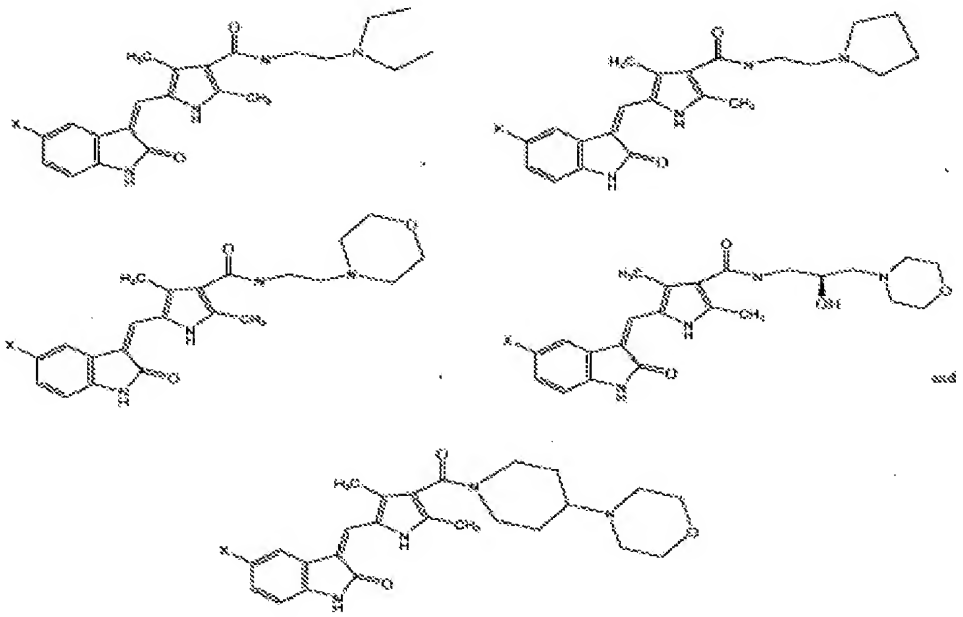
29. (New) The method of claim 25, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

30. (New) The method of claim 25, where in r is 0.

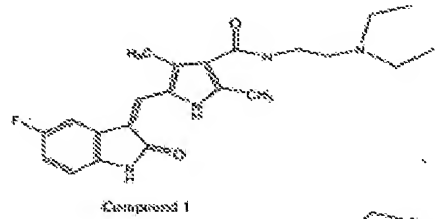
31. (New) The method of claim 30, wherein R_5 is H.

32. (New) The method of claim 30, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

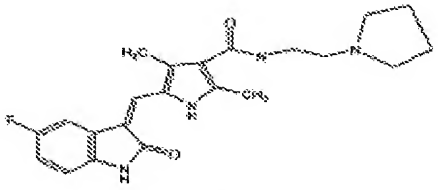
33. (New) The method of claim 25, wherein the compound administered is selected from the group consisting of:



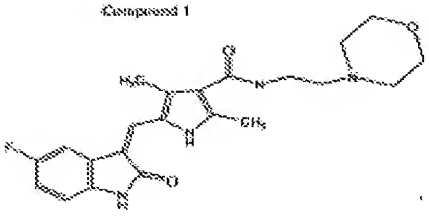
34. (New) The method of claim 25, wherein the compound of Formula I is selected from the group consisting of:



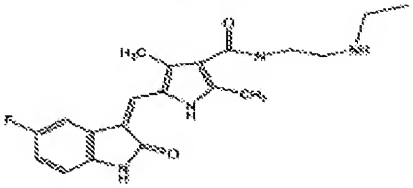
Compound 1



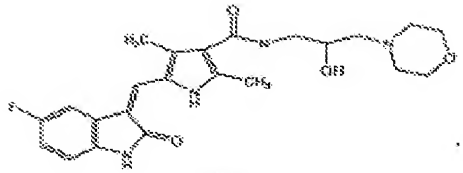
Compound 2



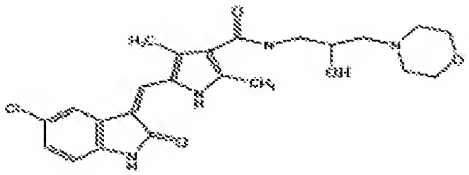
Compound 3



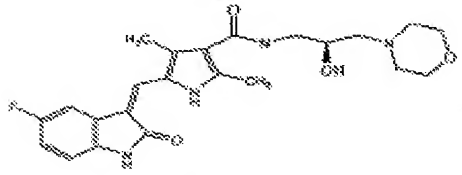
Compound 8



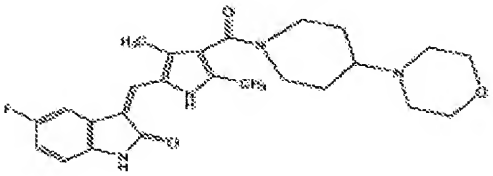
Compound 6



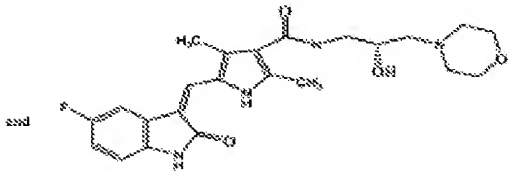
Compound 7



Compound 4



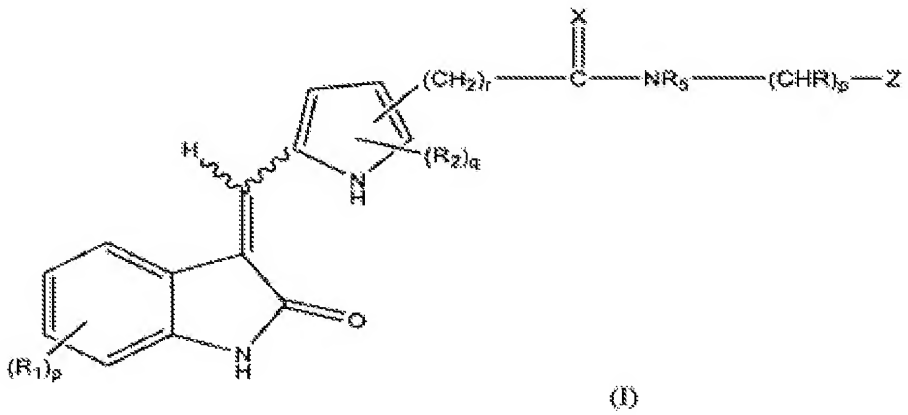
Compound 9



and

Compound 5

35. (New) A method for treating excessive osteolysis in a patient that has osteoporosis, comprising administering to said patent an effective amount of a compound of Formula I:



(I)

wherein

R is independently H, OH, alkyl, aryl, cycloalkyl, heteroaryl, alkoxy, heterocyclic and amino;

each R_1 is independently selected from the group consisting of alkyl, halo, aryl, alkoxy, haloalkyl, haloalkoxy, cycloalkyl, heteroaryl, hetercyclic, hydroxy, -C(O)-R_8, -NR_9R_{10}, -$NR_9C(O)$-R_{12} and –$C(O)NR_9R_{10}$;

each R_2 is independently selected from the group consisting of alkyl, aryl, heteroaryl, -C(O)-R_8 and SO_2R'', where R'' is alkyl, aryl, heteroaryl, NR_9N_{10} or alkoxy;

each R_5 is independently selected from the group consisting of hydrogen, alkyl, aryl, haloalkyl, cycloalkyl, heteroaryl, heterocyclic, hydroxy, -C(O)-R_8 and $(CHR)_rR_{11}$;

X is O or S;

p is 0-3;

q is 0-2;

r is 0-3;

R_8 is selected from the group consisting of –OH, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

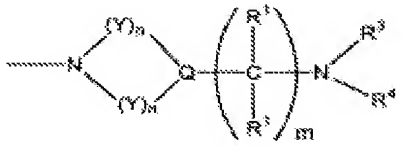
R_9 and R_{10} are independently selected from the group consisting of H, alkyl, aryl, aminoalkyl, heteroaryl, cycloalkyl and heterocyclic, or R_9 and R_{10} together with N may form a ring, where the ring atoms are selected from the group consisting of C, N, O and S;

R_{11} is selected from the group consisting of –OH, amino, monosubstituted amino, disubstituted amino, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic; R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

Z is OH, O-alkyl, or –NR_3R_4, where R_3 and R_4 are independently selected from the group consisting of hydrogen, alkyl, aryl, heteroaryl, cycloalkyl, and heterocyclic, or R_3 and R_4 may

combine with N to form a ring where the ring atoms are selected from the group consisting of CH_2, N, O and S or

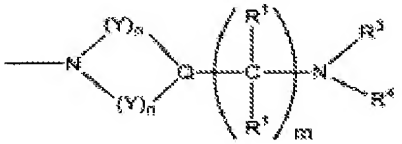


wherein Y is independently CH_2, O, N or S,
Q is C or N;
n is independently 0-4; and
m is 0-3;
or a salt thereof.

36. (New) The method of claim 35, wherein R_1 is halo and p is 1.

37. (New) The method of claim 36, where Z is $-NR_3R_4$, wherein R_3 and R_4 form a morpholine ring.

38. (New) The method of claim 35, wherein Z is:



wherein each Y is CH_2, each n is 2, m is 0 and R_3 and R_4 form a morpholine ring.

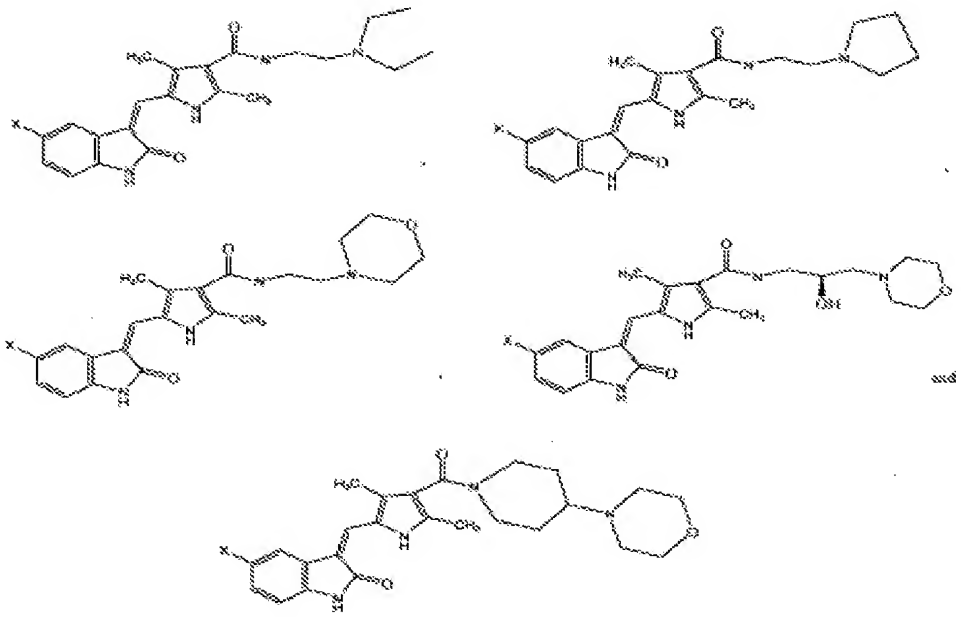
39. (New) The method of claims 35, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

40. (New) The method of claim 35, where in r is 0.

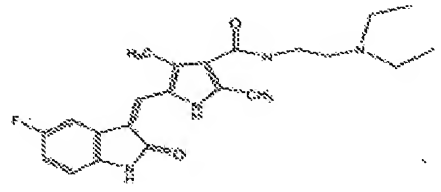
41. (New) The method of claim 40, wherein R_5 is H.

42. (New) The method of claim 40, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

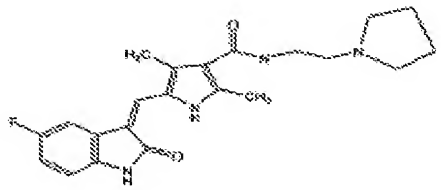
43. (New) The method of claim 35, wherein the compound administered is selected from the group consisting of:



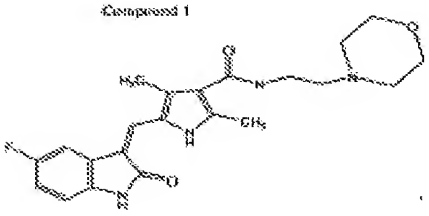
44. (New) The method of claim 35, wherein the compound of Formula I is selected from the group consisting of:



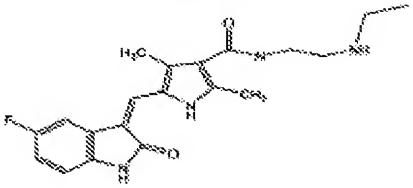
Compound 1



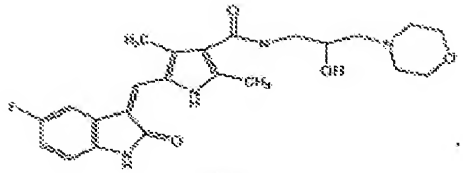
Compound 2



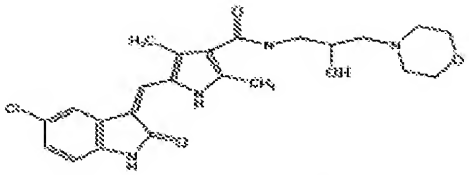
Compound 3



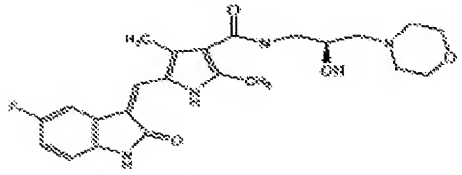
Compound 8



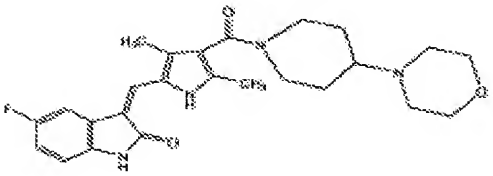
Compound 6



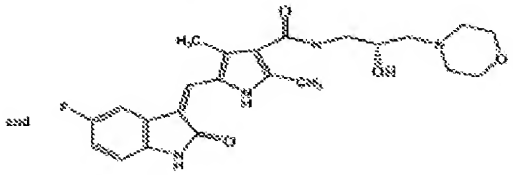
Compound 7



Compound 4



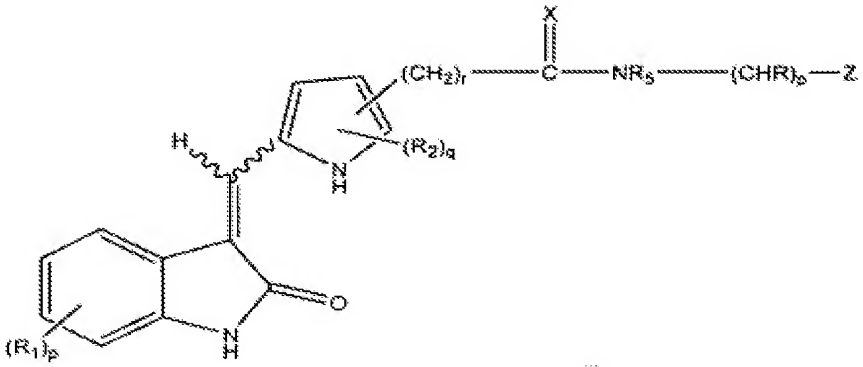
Compound 9



and

Compound 5

45. (New) A method for treating excessive osteolysis in a patient having cancer that secretes M-CSF (Macrophage Colony Stimulating Factor), comprising administering to said patent an effective amount of a compound of Formula I:



(I)

wherein

R is independently H, OH, alkyl, aryl, cycloalkyl, heteroaryl, alkoxy, heterocyclic and amino;

each R_1 is independently selected from the group consisting of alkyl, halo, aryl, alkoxy, haloalkyl, haloalkoxy, cycloalkyl, heteroaryl, hetercyclic, hydroxy, -C(O)-R_8, -NR_9R_{10}, -$NR_9C(O)$-R_{12} and –$C(O)NR_9R_{10}$;

each R_2 is independently selected from the group consisting of alkyl, aryl, heteroaryl, -C(O)-R_8 and SO_2R'', where R'' is alkyl, aryl, heteroaryl, NR_9N_{10} or alkoxy;

each R_5 is independently selected from the group consisting of hydrogen, alkyl, aryl, haloalkyl, cycloalkyl, heteroaryl, heterocyclic, hydroxy, -C(O)-R_8 and $(CHR)_rR_{11}$;

X is O or S;

p is 0-3;

q is 0-2;

r is 0-3;

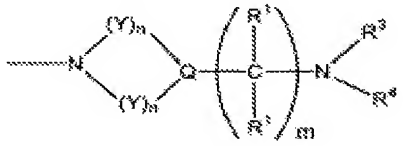
R_8 is selected from the group consisting of –OH, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_9 and R_{10} are independently selected from the group consisting of H, alkyl, aryl, aminoalkyl, heteroaryl, cycloalkyl and heterocyclic, or R_9 and R_{10} together with N may form a ring, where the ring atoms are selected from the group consisting of C, N, O and S;

R_{11} is selected from the group consisting of –OH, amino, monosubstituted amino, disubstituted amino, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic; R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

Z is OH, O-alkyl, or $-NR_3R_4$, where R_3 and R_4 are independently selected from the group consisting of hydrogen, alkyl, aryl, heteroaryl, cycloalkyl, and heterocyclic, or R_3 and R_4 may combine with N to form a ring where the ring atoms are selected from the group consisting of CH_2, N, O and S or



wherein Y is independently CH_2, O, N or S,

Q is C or N;

n is independently 0-4; and

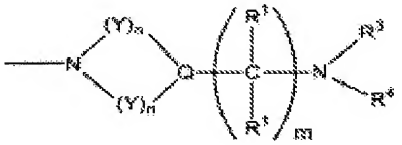
m is 0-3;

or a salt thereof.

46. (New) The method of claim 45, wherein R_1 is halo and p is 1.

47. (New) The method of claim 46, where Z is $-NR_3R_4$, wherein R_3 and R_4 form a morpholine ring.

48. (New) The method of claim 45, wherein Z is:



wherein each Y is CH_2, each n is 2, m is 0 and R_3 and R_4 form a morpholine ring.

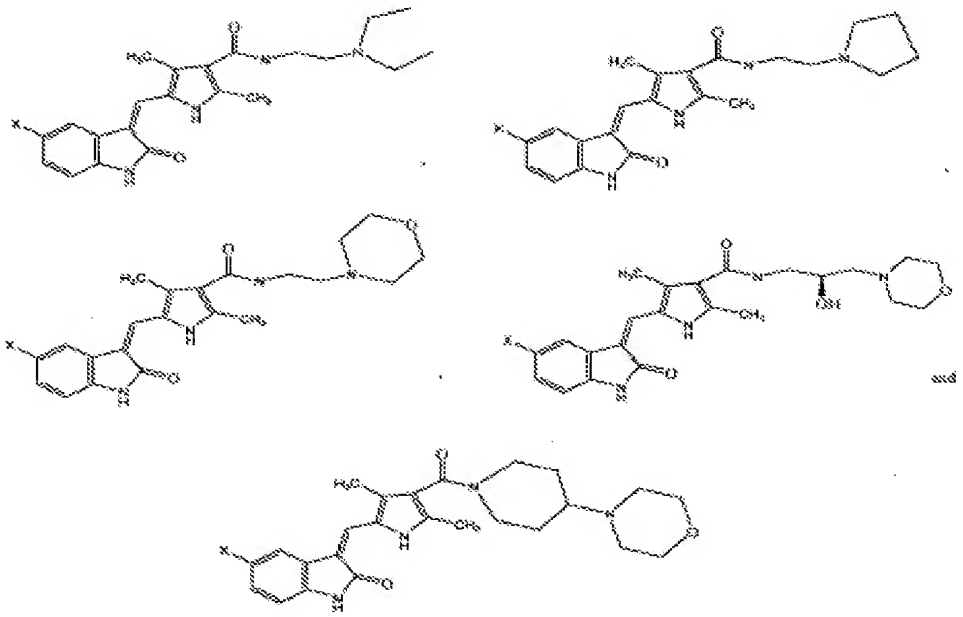
49. (New) The method of claim 45, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

50. (New) The method of claim 45, where in r is 0.

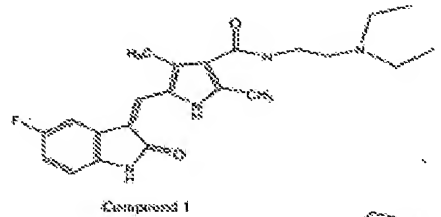
51. (New) The method of claim 50, wherein R_5 is H.

52. (New) The method of claim 50, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

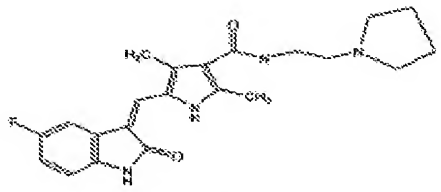
53. (New) The method of claim 45, wherein the compound administered is selected from the group consisting of:



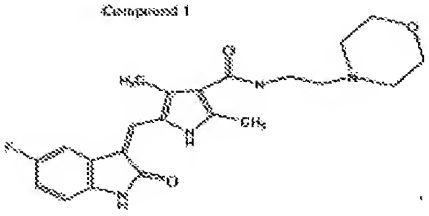
54. (New) The method of claim 45, wherein the compound of Formula I is selected from the group consisting of:



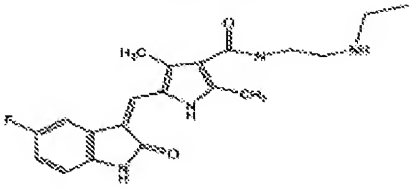
Compound 1



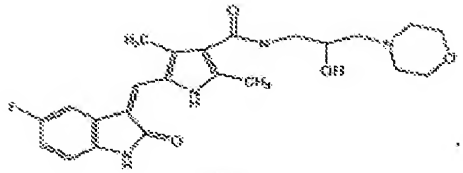
Compound 2



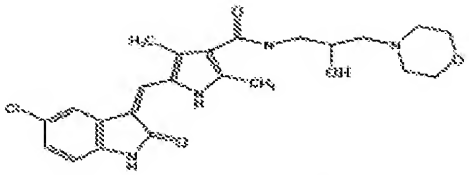
Compound 3



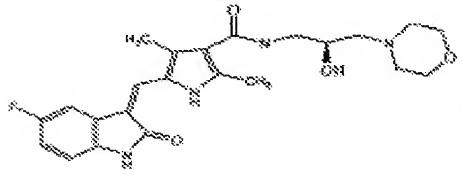
Compound 8



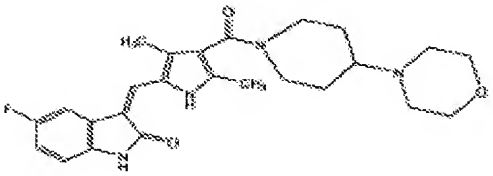
Compound 6



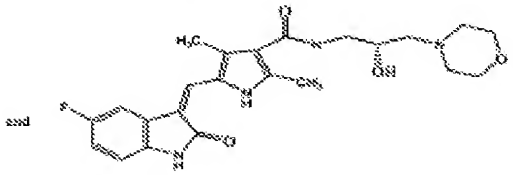
Compound 7



Compound 4



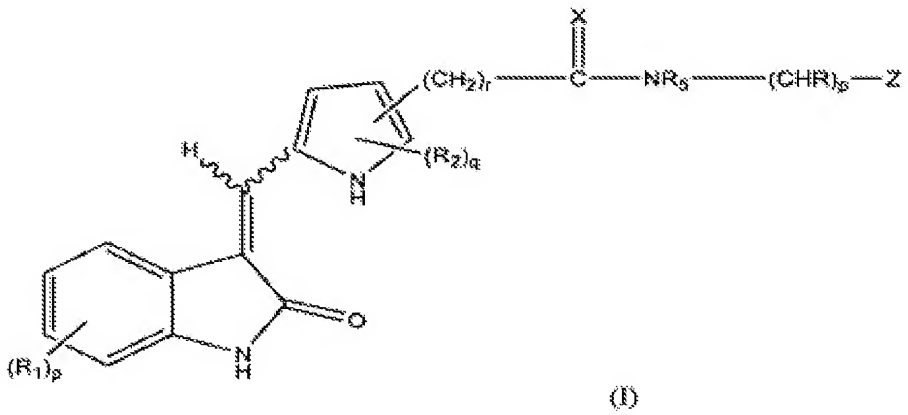
Compound 9



and

Compound 5

55. (New) A method for treating excessive osteolysis in a patient that is post-menopausal, comprising administering to said patent an effective amount of a compound of Formula I:



(I)

wherein

R is independently H, OH, alkyl, aryl, cycloalkyl, heteroaryl, alkoxy, heterocyclic and amino;

each R_1 is independently selected from the group consisting of alkyl, halo, aryl, alkoxy, haloalkyl, haloalkoxy, cycloalkyl, heteroaryl, hetercyclic, hydroxy, -C(O)-R_8, -NR_9R_{10}, -$NR_9C(O)$-R_{12} and –$C(O)NR_9R_{10}$;

each R_2 is independently selected from the group consisting of alkyl, aryl, heteroaryl, -C(O)-R_8 and SO_2R'', where R'' is alkyl, aryl, heteroaryl, NR_9N_{10} or alkoxy;

each R_5 is independently selected from the group consisting of hydrogen, alkyl, aryl, haloalkyl, cycloalkyl, heteroaryl, heterocyclic, hydroxy, -C(O)-R_8 and $(CHR)_rR_{11}$;

X is O or S;

p is 0-3;

q is 0-2;

r is 0-3;

R_8 is selected from the group consisting of –OH, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

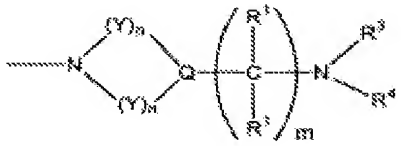
R_9 and R_{10} are independently selected from the group consisting of H, alkyl, aryl, aminoalkyl, heteroaryl, cycloalkyl and heterocyclic, or R_9 and R_{10} together with N may form a ring, where the ring atoms are selected from the group consisting of C, N, O and S;

R_{11} is selected from the group consisting of –OH, amino, monosubstituted amino, disubstituted amino, alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic; R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

R_{12} is selected from the group consisting of alkyl, aryl, heteroaryl, alkoxy, cycloalkyl and heterocyclic;

Z is OH, O-alkyl, or –NR_3R_4, where R_3 and R_4 are independently selected from the group consisting of hydrogen, alkyl, aryl, heteroaryl, cycloalkyl, and heterocyclic, or R_3 and R_4 may

combine with N to form a ring where the ring atoms are selected from the group consisting of CH_2, N, O and S or



wherein Y is independently CH_2, O, N or S,

Q is C or N;

n is independently 0-4; and

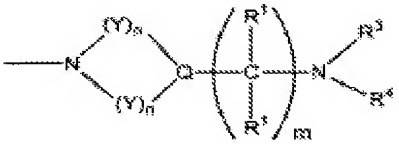
m is 0-3;

or a salt thereof.

56. (New) The method of claim 55, wherein R_1 is halo and p is 1.

57. (New) The method of claim 56, where Z is $-NR_3R_4$, wherein R_3 and R_4 form a morpholine ring.

58. (New) The method of claim 55, wherein Z is:



wherein each Y is CH_2, each n is 2, m is 0 and R_3 and R_4 form a morpholine ring.

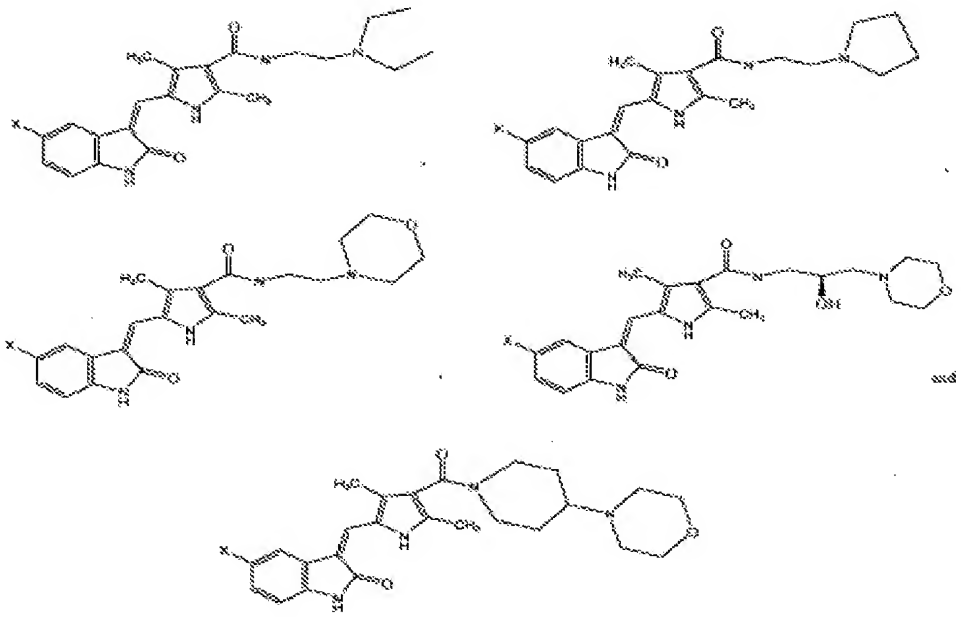
59. (New) The method of claim 55, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

60. (New) The method of claim 55, where in r is 0.

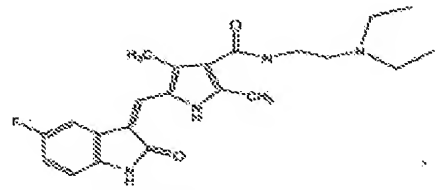
61. (New) The method of claim 60, wherein R_5 is H.

62. (New) The method of claim 60, wherein R_2 is methyl, q is 2 and the methyls are bonded at the 3 and 5 positions.

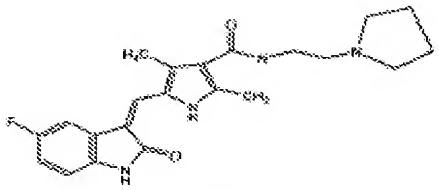
63. (New) The method of claim 55, wherein the compound administered is selected from the group consisting of:



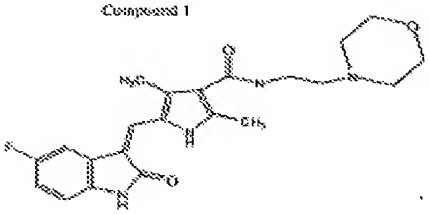
64. (New) The method of claim 55, wherein the compound of Formula I is selected from the group consisting of:



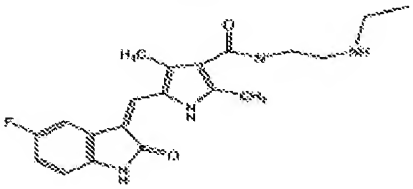
Compound 1



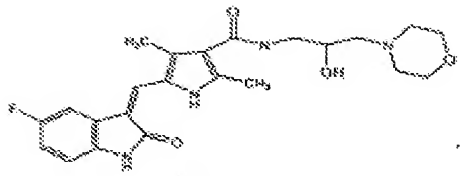
Compound 2



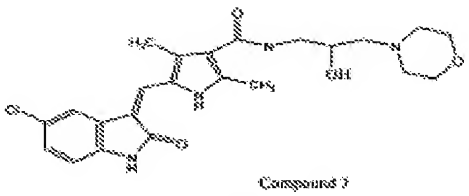
Compound 3



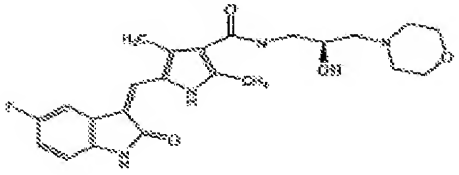
Compound 4



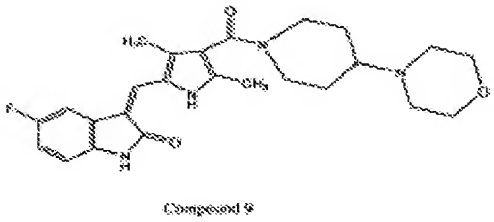
Compound 6



Compound 7

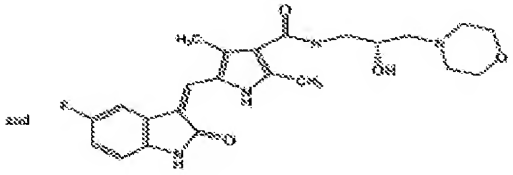


Compound 8



Compound 9

and



Compound 5